

**Amendment to the Agreement
Between
Time Warner Telecom of South Carolina LLC
and
BellSouth Telecommunications, Inc.
Dated July 30, 2006**

Pursuant to this Amendment, (the "Amendment"), Time Warner Telecom of South Carolina LLC (TWTC), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated July 30, 2006 (Agreement) to be effective thirty (30) calendar days after the date of the last signature executing the Amendment (Effective Date).

WHEREAS, BellSouth and TWTC entered into the Agreement on July 30, 2006,
and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to delete and replace in its entirety Section 19.1 of the General Terms and Conditions as follows:

19.1 With the exception of certain billing notices, governed by Attachment 7, every notice, consent or approval of a legal nature, required or permitted by this Agreement shall be in writing and shall be delivered either by hand, by overnight courier or by certified US mail postage prepaid, and email if an email address is listed below, addressed to:

BellSouth Telecommunications, Inc.

BellSouth Local Contract Manager
600 North 19th Street, 10th floor
Birmingham, AL 35203

And

ICS Attorney
Suite 4300
675 West Peachtree Street
Atlanta, GA 30375

Time Warner Telecom Holdings, Inc.

Tina Davis, Vice President and Deputy General Counsel
10475 Park Meadow Drive
Littleton, CO 80124
Tina.Davis@twtelecom.com

And

Carolyn Ridley, Vice President Regulatory, Southeast
Time Warner Telecom
555 Church Street; Suite 2300
Nashville, TN 37219
Carolyn.Ridley@twtelecom.com

or at such other address as the intended recipient previously shall have
designated by written notice to the other Party.

2. All of the other provisions of the Agreement, dated July 30, 2006, shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

**Time Warner Telecom of South
Carolina LLC**

**BY: Time Warner Telecom Holdings
Inc., its sole member**

By: Kristen E. Shore

By: Tina Davis

Name: Kristen E. Shore

Name: Tina Davis

Title: Director

Title: Sr. Vice President Deputy General
Counsel

Date: 4/3/07

Date: 3/13/07